

33260 FOMB

Invoice 170167944

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0061 COMMONWEALTH TITLE III - FISCAL

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PLAN/BUDGET LITIGATION

Date	Timekeeper	Task	Description	Hours	Amount
09/19/18	Matthew J. Morris	207	Rossello: Revise draft answer.	1.80	\$1,366.20
Non-Board Court Filings				4.30	\$3,263.70

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
09/01/18	Timothy W. Mungovan	210	Rossello: Communications with S. Ratner regarding draft to outstanding claims.	0.10	\$75.90
09/03/18	Timothy W. Mungovan	210	Rossello: Communications with McKinsey regarding remaining claims.	0.30	\$227.70
09/04/18	Stephen L. Ratner	210	Rossello: E-mail and conferences with T. Mungovan, G. Brenner, et al. regarding procedural matters (0.10); Review materials regarding procedural matters (0.20).	0.30	\$227.70
09/04/18	Guy Brenner	210	Rossello: Review correspondence from S. O'Rourke regarding fiscal plan issues.	0.10	\$75.90
09/04/18	Timothy W. Mungovan	210	Rossello: Communications with S. Ratner regarding draft proposed stipulation regarding remaining claims (0.20); Conference call with S. Ratner, M. Morris, and G. Brenner concerning draft proposed stipulation addressing remaining claims (0.30); Communications with G. Brenner, S. Ratner, and M. Morris regarding proposed draft stipulation (0.20).	0.70	\$531.30
09/05/18	Guy Brenner	210	Rossello: Call with T. Mungovan and S. Ratner regarding proposed stipulation addressing remaining claims (0.20); Analyze procedural issues regarding same (0.20).	0.40	\$303.60
09/05/18	Stephen L. Ratner	210	Rossello: Conferences and e-mail with G. Brenner, K. Rifkind, M. Morris, T. Mungovan, H. Bauer, M. Bienenstock regarding draft stipulation and procedural matters.	0.50	\$379.50
09/05/18	Timothy W. Mungovan	210	Rossello: Communications with M. Morris and G. Brenner regarding discussions with counsel for AAFAF and Governor on stipulation addressing remaining claims and extending time to respond to complaint.	0.20	\$151.80
09/06/18	Timothy W. Mungovan	210	Rossello: Communications with McKinsey, G. Brenner, K. Perra, M. Bienenstock, and S. Ratner regarding reviewing revised fiscal plan in connection with claims.	0.40	\$303.60

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PLAN/BUDGET LITIGATION

Date	Timekeeper	Task	Description	Hours	Amount
09/07/18	Timothy W. Mungovan	210	Rossello: Communications with McKinsey, K. Rifkind, G. Brenner, and M. Morris regarding proposed stipulation addressing remaining challenges to fiscal plan.	0.30	\$227.70
09/07/18	Lucy Wolf	210	Rossello: Research regarding deadlines for opposition to motion to dismiss and reply to opposition.	0.40	\$303.60
09/08/18	Kevin J. Perra	210	Rossello: E-mails with T. Mungovan, G. Brenner, M. Morris regarding strategy regarding remaining claims (0.20); Review drafts and documents for same (0.20).	0.40	\$303.60
09/11/18	Timothy W. Mungovan	210	Rossello: Communications with S. Ratner, G. Brenner, K. Perra, and M. Morris regarding Governor's motion to certify questions on appeal.	0.40	\$303.60
09/12/18	Timothy W. Mungovan	210	Rossello: Communications with S. Ratner and G. Brenner regarding Magistrate Judge Dein's order setting deadline to respond to motion to certify.	0.10	\$75.90
09/14/18	Stephen L. Ratner	210	Rossello: Conferences and e-mail with T. Mungovan, G. Brenner, K. Perra, M. Bienenstock regarding proposed stipulation and Governor's motion to certify immediate appeal.	0.70	\$531.30
09/14/18	Martin J. Bienenstock	210	E-mail to G. Brenner regarding revisions to same and position on interlocutory appeal.	0.50	\$379.50
09/14/18	Timothy W. Mungovan	210	Rossello: Communications with G. Brenner, K. Perra, and S. Ratner regarding Governor's revisions to draft stipulation and response to motion to certify issues for appeal (0.50); Conference call with G. Brenner, K. Perra, and S. Ratner regarding Governor's revisions to draft stipulation and response to motion to certify issues for an appeal (0.30); Revise draft e-mails to M. Bienenstock setting forth strategy for outstanding claims and responding to Governor's motion to certify issues for an appeal (0.40).	1.20	\$910.80
09/16/18	Kevin J. Perra	210	Rossello: E-mails with T. Mungovan, G. Brenner and M. Bienenstock regarding strategy for remaining claims.	0.10	\$75.90
09/16/18	Timothy W. Mungovan	210	Rossello: Communications with M. Morris, S. Ratner, G. Brenner and K. Perra regarding proposed draft stipulation Governor's motion to certify questions on appeal.	0.20	\$151.80

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PLAN/BUDGET LITIGATION

Date	Timekeeper	Task	Description	Hours	Amount
09/17/18	Guy Brenner	210	Rossello: Call with T. Mungovan, K. Perra, S. Ratner and M. Morris regarding motion for interlocutory appeal.	0.30	\$227.70
09/17/18	Kevin J. Perra	210	Rossello: Call with T. Mungovan, G. Brenner regarding strategy for remaining claims.	0.30	\$227.70
09/17/18	Timothy W. Mungovan	210	Rossello: Communications with K. Perra M. Morris, S. Ratner, and G. Brenner regarding Governor's motion to certify questions on appeal (0.30); Communications with S. Ratner, G. Brenner, K. Perra, and M. Morris regarding further revisions to draft stipulation to address outstanding claims (0.40).	0.70	\$531.30
09/18/18	Stephen L. Ratner	210	Rossello: Review materials regarding Act 204.	0.10	\$75.90
09/18/18	Guy Brenner	210	Rossello: Review options and strategy regarding stipulation.	0.20	\$151.80
09/18/18	Michael A. Firestein	210	Rossello: Teleconference with T. Mungovan on strategy for Rosello proceeding.	0.20	\$151.80
09/18/18	Timothy W. Mungovan	210	Rossello: Communications with G. Brenner, S. Ratner, K. Perra, and M. Morris regarding Board's September 13, 2018 letter to Governor in connection with impact on case.	0.40	\$303.60
09/19/18	Timothy W. Mungovan	210	Rossello: Communications with M. Morris regarding Act 204.	0.30	\$227.70
09/19/18	Kevin J. Perra	210	Rossello: Review analysis of remaining claim (0.30); Review documents for same (0.50); E-mails with T. Mungovan and M. Morris regarding issues (0.20).	1.00	\$759.00
09/19/18	Matthew J. Morris	210	Rossello: Discuss next steps with T. Mungovan.	0.30	\$227.70
09/20/18	Ralph C. Ferrara	210	Rossello: Review summary regarding Governor's motion for interlocutory appeal.	0.20	\$151.80
09/20/18	Guy Brenner	210	Rossello: Review background material on ACT 204.	0.40	\$303.60
09/20/18	Timothy W. Mungovan	210	Rossello: Call with G. Brenner regarding Governor's complaint and Act 204.	0.30	\$227.70
09/20/18	Stephen L. Ratner	210	Rossello: E-mail with T. Mungovan, G. Brenner, M. Morris, et al. regarding opposition to certify appeal and scheduling.	0.20	\$151.80
09/21/18	Guy Brenner	210	Rossello: Analyze next steps regarding Act 204.	0.10	\$75.90
09/21/18	Timothy W. Mungovan	210	Rossello: Communications with G. Brenner regarding Act 204 and remaining outstanding claims.	0.30	\$227.70

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PLAN/BUDGET LITIGATION

Date	Timekeeper	Task	Description	Hours	Amount
09/21/18	Stephen L. Ratner	210	Rossello: E-mail with T. Mungovan, G. Brenner, M. Morris, et al. regarding Act 204, procedural matters and opposition to certification motion.	0.30	\$227.70
09/22/18	Stephen L. Ratner	210	Rossello: Conference, e-mail with T. Mungovan regarding Act 204 (0.30); Review Act 204 and related materials (0.30).	0.60	\$455.40
09/22/18	Timothy W. Mungovan	210	Rossello: Communications with S. Ratner regarding discussions with AAFAF regarding Act 204.	0.30	\$227.70
09/24/18	Stephen L. Ratner	210	Rossello: E-mail with G. Brenner, K. Rifkin, J. El Koury, et al. regarding resolving outstanding claims.	0.10	\$75.90
09/26/18	Stephen L. Ratner	210	Rossello: Conferences and e-mail with M. Morris, T. Mungovan, G. Brenner, M. Bienenstock regarding Act 204, answer, and remaining claims.	0.40	\$303.60
09/26/18	Guy Brenner	210	Rossello: Review materials regarding stipulation addressing remaining claims and Act 204 matters (0.30); Draft summary of current status for M. Bienenstock (0.20); Analyze issues relating to Act 204 (0.10).	0.60	\$455.40
09/26/18	Timothy W. Mungovan	210	Rossello: Communications with S. Ratner, G. Brenner, and M. Bienenstock regarding Act 204 and Board's communications with AAFAF regarding Act 204.	0.50	\$379.50
09/26/18	Kevin J. Perra	210	Rossello: E-mails with G. Brenner regarding Act 204 (0.10); Review documents and correspondence regarding same (0.40).	0.50	\$379.50
09/27/18	Stephen L. Ratner	210	Rossello: Conferences and e-mail with G. Brenner, M. Morris, T. Mungovan, M. Bienenstock regarding Act 204, draft answer, and treatment of remaining claims (0.50); Review Act 204 and related materials (0.60).	1.10	\$834.90
09/27/18	Guy Brenner	210	Rossello: Participate in strategy call regarding Act 204 with T. Mungovan, S. Ratner and M. Morris.	0.50	\$379.50
09/27/18	Timothy W. Mungovan	210	Rossello: Communications with S. Ratner, G. Brenner, M. Morris and K. Perra regarding Law 204 (0.50); Analyze Law 204 in context of PROMESA and Board's September 13, 2018 letter to Governor and Legislature (0.80).	1.30	\$986.70

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PLAN/BUDGET LITIGATION

Date	Timekeeper	Task	Description	Hours	Amount
09/28/18	Ralph C. Ferrara	210	Rossello: Review summary regarding Governor and AAFAF reply in support of motion requesting immediate appeal of ruling on motion to dismiss adversary proceeding.	0.20	\$151.80
Analysis and Strategy				19.00	\$14,421.00

General Administration -- 212

Date	Timekeeper	Task	Description	Hours	Amount
09/07/18	Magali Giddens	212	Rossello: Review adversary docket and First Circuit dockets regarding filing date of notice of appeal (0.10); Follow-up e-mail with L. Wolf regarding same (0.10).	0.20	\$52.00
General Administration				0.20	\$52.00

Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
09/04/18	Kevin J. Perra	219	Legislative: Review appeals from Legislative complaint dismissal order (0.20); E-mails with T. Mungovan regarding same (0.10); Review draft stipulation addressing remaining issues on appeal (0.30); E-mails with G. Brenner, M. Morris and T. Mungovan regarding same (0.20).	0.80	\$607.20
09/04/18	Timothy W. Mungovan	219	Legislative: Communications with K. Perra, M. Harris, and G. Brenner regarding appeal by Legislature to First Circuit (0.20).	0.20	\$151.80
09/04/18	Timothy W. Mungovan	219	Rossello: Communications with K. Rifkind, K. Perra, M. Morris, S. Ratner and G. Brenner regarding timing for Governor to file interlocutory appeal (0.30).	0.30	\$227.70
09/04/18	Stephen L. Ratner	219	Legislative: E-mail with T. Mungovan K. Perra, et al. regarding procedural matters.	0.10	\$75.90
09/08/18	Stephen L. Ratner	219	Rossello: Conferences and e-mail with T. Mungovan, G. Brenner, M. Bienenstock, M. Morris, K. Perra regarding draft stipulation and potential appeal (0.20); Review materials regarding same (0.40).	0.60	\$455.40
09/08/18	Guy Brenner	219	Analyze options regarding request to consent to interlocutory appeal (0.20); Draft response to same (0.10).	0.30	\$227.70

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PLAN/BUDGET LITIGATION

Date	Timekeeper	Task	Description	Hours	Amount
09/08/18	Timothy W. Mungovan	219	Rossello: Communications with S. Ratner, G. Brenner, M. Morris, K. Perra, and M. Bienenstock regarding strategy for responding to Governor's intention to pursue interlocutory appeal (0.60); Review communication from counsel to Governor concerning intent to pursue interlocutory appeal (0.10).	0.70	\$531.30
09/10/18	Jonathan E. Richman	219	Rossello: Review correspondence regarding Governor's intent to file interlocutory appeal.	0.30	\$227.70
09/10/18	Timothy W. Mungovan	219	Rossello: Communications with counsel for AAFAF regarding intention to file interlocutory appeal.	0.20	\$151.80
09/11/18	Guy Brenner	219	Rossello: Review motion for certification of issues for appeal (0.80); Review edits to proposed stipulation addressing remaining claims (0.20).	1.00	\$759.00
09/19/18	Elisa Carino	219	Rossello: Research issues pertaining to Fed. R. Civ. Pro 15(a) in First Circuit.	2.20	\$572.00
09/27/18	Kevin J. Perra	219	Rossello: Review and analyze reply regarding motion to certify decision for appeal.	0.40	\$303.60
Appeal				7.10	\$4,291.10
Total for Professional Services					\$78,725.10

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
GUY BRENNER	PARTNER	15.20	759.00	\$11,536.80
JONATHAN E. RICHMAN	PARTNER	0.30	759.00	\$227.70
KEVIN J. PERRA	PARTNER	14.90	759.00	\$11,309.10
MARTIN J. BIENENSTOCK	PARTNER	6.80	759.00	\$5,161.20
MICHAEL A. FIRESTEIN	PARTNER	0.80	759.00	\$607.20
RALPH C. FERRARA	PARTNER	0.60	759.00	\$455.40
STEPHEN L. RATNER	PARTNER	11.20	759.00	\$8,500.80
TIMOTHY W. MUNGOVAN	PARTNER	21.30	759.00	\$16,166.70
Total for PARTNER		71.10		\$53,964.90
LUCY WOLF	ASSOCIATE	0.40	759.00	\$303.60
MATTHEW J. MORRIS	ASSOCIATE	31.40	759.00	\$23,832.60
Total for ASSOCIATE		31.80		\$24,136.20
MAGALI GIDDENS	LEGAL ASSISTANT	0.20	260.00	\$52.00
Total for LEGAL ASSISTANT		0.20		\$52.00
ELISA CARINO	LAW CLERK	2.20	260.00	\$572.00
Total for LAW CLERK		2.20		\$572.00
Total		105.30		\$78,725.10

For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
09/04/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$2.50
09/04/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$7.70
09/04/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$9.60
09/04/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$3.30
09/05/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$1.30
09/05/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$1.00
09/11/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$2.70
09/11/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$2.50
09/11/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$2.20
09/11/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$1.70
09/12/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$13.20
09/17/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$1.10
09/18/2018	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$2.20
09/18/2018	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.10
09/18/2018	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$1.00
09/19/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$0.30
09/19/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$1.50
09/20/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$0.60
09/20/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$4.20
09/20/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$2.60
09/24/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$3.50
09/25/2018	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.10
09/25/2018	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$3.90

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Date	Timekeeper	Type	Description	Amount
09/25/2018	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$0.20
09/25/2018	Christine D. Anelli	REPRODUCTION	REPRODUCTION	\$2.60
09/27/2018	Matthew J. Morris	REPRODUCTION	REPRODUCTION	\$2.10
Total for REPRODUCTION				\$73.70

Date	Timekeeper	Type	Description	Amount
09/19/2018	Elisa Carino	WESTLAW	WESTLAW Connect and Comm Time - 000000:00:00 WestChk and Other Trans - 0000000010 Lines	\$629.00
Total for WESTLAW				\$629.00

Date	Timekeeper	Type	Description	Amount
07/25/2018	Ralph C. Ferrara	FILING AND COURT COSTS	FILING AND COURT COSTS Applications Fee - Ralph Ferrara to telephonically attend omnibus hearing before Judge Swain.	\$70.00
Total for FILING AND COURT COSTS				\$70.00

Date	Timekeeper	Type	Description	Amount
07/25/2018	Timothy W. Mungovan	LODGING	LODGING Hotel - Lodging - Timothy Mungovan Hotel cancellation fee. - 2 day hearing ended on first day and hotel night was not needed	\$299.94
Total for LODGING				\$299.94

Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	73.70
WESTLAW	629.00
FILING AND COURT COSTS	70.00
LODGING	299.94
Total Expenses	\$1,072.64
Total Amount for this Matter	\$79,797.74

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

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In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

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**COVER SHEET TO SEVENTEENTH MONTHLY FEE APPLICATION OF PROSKAUER
ROSE LLP FOR COMPENSATION FOR FEES AND SERVICES RENDERED IN
PUERTO RICO AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF THE COMMONWEALTH OF PUERTO
RICO FOR THE PERIOD SEPTEMBER 1, 2018 THROUGH SEPTEMBER 30, 2018**

**ALL FEES AND SERVICES IN THIS MONTHLY FEE STATEMENT WERE
INCURRED INSIDE PUERTO RICO**

Name of Applicant:

Proskauer Rose LLP ("Proskauer")

Authorized to Provide
Professional Services to:

Financial Oversight and Management Board, as
Representative for the Debtors Pursuant to
PROMESA Section 315(b)

Period for which compensation
and reimbursement for fees and services
in Puerto Rico is sought:

September 1, 2018 through September 30, 2018

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Amount of compensation sought
as actual, reasonable and necessary: **\$74,457.90**

Amount of expense reimbursement sought
as actual, reasonable and necessary: **\$0.00**

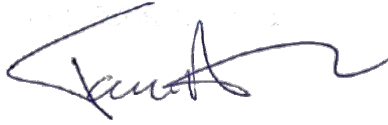
Total Amount for this Invoice: **\$74,457.90**

This is a: X monthly __ interim __ final application.

This is Proskauer's seventeenth monthly fee application in these cases and is for fees and services rendered in Puerto Rico.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for September 2018.

A handwritten signature in dark ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On October 4, 2018 sent to:

FOMB:

Financial Oversight and Management Board
40 Washington Square South
Office 314A
New York, NY 10012
Attn: Professor Arthur J. Gonzalez
FOMB Board Member

O'Neill & Borges LLC
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San Juan, PR 00918
Attn: Hermann D. Bauer, Esq.

Office of United States Trustee

Office of the United States Trustee for the District of
Puerto Rico
Edificio Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21
75 Spring Street, SW, Room 362
Atlanta, GA 30303
Attn: Guy G. Gebhardt
Acting United States Trustee (Region 21)
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured
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Alberto J. E. Añeses Negrón, Esq.

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Puerto Rico Department of Treasury

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting
Omar E. Rodríguez Pérez, CPA, Assistant
Secretary of Central Accounting
Angel L. Pantoja Rodríguez, Deputy Assistant of
Internal Revenue and Tax Policy
Francisco Parés Alicea, Assistant Secretary of
Internal Revenue and Tax Policy
Francisco Peña Montañez, CPA, Assistant
Secretary of the Treasury

Summary of Legal Fees for the Period September 1, 2018 through September 30, 2018

Commonwealth – General in Puerto Rico			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	17.00	\$12,903.00
203	Hearings and Other Non-Filed Communications with the Court	1.40	\$1,062.60
204	Communications with Claimholders	8.40	\$6,375.60
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	2.00	\$1,518.00
206	Documents Filed on Behalf of the Board	1.20	\$910.80
207	Non-Board Court Filings	1.10	\$834.90
211	Non-Working Travel Time	32.40	\$24,591.60
213	Labor, Pension Matters	6.00	\$4,554.00
215	Plan of Adjustment and Disclosure Statement	6.70	\$5,085.30
Total		76.20	\$57,835.80

Commonwealth – Cooperativas in Puerto Rico			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	1.20	\$910.80
Total		1.20	\$910.80

Summary of Legal Fees for the Period September 1, 2018 through September 30, 2018

Commonwealth – Miscellaneous in Puerto Rico			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
203	Hearings and Other Non-Filed Communications with the Court	2.90	\$2,201.10
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	0.80	\$607.20
206	Documents Filed on Behalf of the Board	5.90	\$4,478.10
207	Non-Board Court Filings	0.80	\$607.20
208	Stay Matters	9.80	\$7,438.20
210	Analysis and Strategy	0.50	\$379.50
Total		20.70	\$15,711.30

Summary of Legal Fees for the Period September 1, 2018 through September 30, 2018

ACROSS ALL COMMONWEALTH-RELATED MATTERS

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Brian S. Rosen	Partner	BSGR & B	\$759.00	22.50	\$17,077.50
Ehud Barak	Partner	BSGR & B	\$759.00	18.30	\$13,889.70
Martin J. Bienenstock	Partner	BSGR & B	\$759.00	31.20	\$23,680.80
Paul Possinger	Partner	BSGR & B	\$759.00	17.90	\$13,586.10
Brandon C. Clark	Associate	Litigation	\$759.00	8.20	\$6,223.80
Total				98.10	\$74,457.90

SUMMARY OF LEGAL FEES	<u>Hours</u> 98.10	<u>Fees</u> \$74,457.90
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Proskauer requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$67,012.11, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$67,012.11.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.



Ann M. Ashton (*pro hac vice*)

Proskauer Rose LLP
1001 Pennsylvania Avenue, NW
Suite 600 South
Washington, DC 20004-2533
Tel: (202) 416-5825
Fax: (202) 416-6899

Exhibit A

33260 FOMB

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0024 PROMESA TITLE III: COMMONWEALTH (PUERTO
RICO TIME/EXPENSES)

Page 1

Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	17.00	\$12,903.00
203	Hearings and other non-filed communications with the Court	1.40	\$1,062.60
204	Communications with Claimholders	8.40	\$6,375.60
205	Communications with the Commonwealth and its Representatives	2.00	\$1,518.00
206	Documents Filed on Behalf of the Board	1.20	\$910.80
207	Non-Board Court Filings	1.10	\$834.90
211	Non-Working Travel Time	32.40	\$24,591.60
213	Labor, Pension Matters	6.00	\$4,554.00
215	Plan of Adjustment and Disclosure Statement	6.70	\$5,085.30
Total		76.20	\$57,835.80

33260 FOMB

Invoice 170167931

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0024 PROMESA TITLE III: COMMONWEALTH (PUERTO
RICO TIME/EXPENSES)

Page 2

Tasks relating to the Board and Associated Members -- 201

Date	Timekeeper	Task	Description	Hours	Amount
09/27/18	Martin J. Bienenstock	201	Pre-meeting with Ernst & Young, N. Jaresko, Board members regarding meeting with Retirees Committee (2.20); Conference with J. El Koury, B. Rosen, and K. Rifkind regarding general status of cases (0.70).	2.90	\$2,201.10
09/28/18	Paul Possinger	201	Attend Board strategy meeting.	4.70	\$3,567.30
09/28/18	Ehud Barak	201	Participate in Board status meeting.	4.70	\$3,567.30
09/28/18	Brian S. Rosen	201	Participate in strategic meeting with Board.	4.70	\$3,567.30
Tasks relating to the Board and Associated Members				17.00	\$12,903.00

Hearings and other non-filed communications with the Court -- 203

Date	Timekeeper	Task	Description	Hours	Amount
09/06/18	Brian S. Rosen	203	Memorandum to M. Zerjal regarding agenda and hearing.	0.10	\$75.90
09/12/18	Martin J. Bienenstock	203	Outline status report for omnibus hearing.	1.30	\$986.70
Hearings and other non-filed communications with the Court				1.40	\$1,062.60

Communications with Claimholders -- 204

Date	Timekeeper	Task	Description	Hours	Amount
09/05/18	Brian S. Rosen	204	Memorandum to O. Rodriguez regarding claims meeting.	0.20	\$151.80
09/06/18	Brian S. Rosen	204	Participate in meeting with H. Bauer, J. Hertzberg, et al regarding AAFAF meeting on claims process (1.20); Meeting with AFFAF, A&M, et al regarding claims update (2.80); Meeting with B. Clark and H. Bauer regarding same (1.40).	5.40	\$4,098.60
09/06/18	Brandon C. Clark	204	Participate in meeting with internal legal team and consultants regarding status and strategy regarding claims objection procedures (0.90); Meeting with client, consultants, and Commonwealth regarding status and strategy of claims objection (1.60); Correspondence with J. Hertzberg and J. Herriman regarding to-date analysis of Prime Clerk claims (0.30).	2.80	\$2,125.20
Communications with Claimholders				8.40	\$6,375.60

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Invoice 170167931

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0024 PROMESA TITLE III: COMMONWEALTH (PUERTO
RICO TIME/EXPENSES)

Page 3

Communications with the Commonwealth and its Representatives -- 205

Date	Timekeeper	Task	Description	Hours	Amount
09/12/18	Martin J. Bienenstock	205	Meeting with P. Friedman and S. Uhland to prepare for status reports and stay hearing at omnibus hearing.	2.00	\$1,518.00
Communications with the Commonwealth and its Representatives				2.00	\$1,518.00

Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
09/06/18	Brandon C. Clark	206	Conference with B. Rosen regarding omnibus objection procedure motion (0.30); Correspondence with E. Stevens and E. Barak regarding same (0.20); Draft omnibus claim objection procedure motion (0.70).	1.20	\$910.80
Documents Filed on Behalf of the Board				1.20	\$910.80

Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
09/06/18	Brian S. Rosen	207	Review Reorg Research articles and recent pleadings.	0.50	\$379.50
09/27/18	Brian S. Rosen	207	Review Reorg articles and recent pleadings.	0.40	\$303.60
09/28/18	Brian S. Rosen	207	Review recent pleadings and Reorg Research articles.	0.20	\$151.80
Non-Board Court Filings				1.10	\$834.90

Non-Working Travel Time -- 211

Date	Timekeeper	Task	Description	Hours	Amount
09/05/18	Brandon C. Clark	211	Travel from Chicago to Puerto Rico for claims reconciliation meeting with client, consultants and Commonwealth (Total travel time is 3.70 hours).	1.80	\$1,366.20
09/05/18	Brian S. Rosen	211	Travel from New York to San Juan for meeting regarding claims reconciliation (Total travel time is 2.90 hours).	1.40	\$1,062.60
09/06/18	Brian S. Rosen	211	Travel from San Juan to New York following meeting on claims process (Total travel time is 2.10 hours).	1.00	\$759.00
09/06/18	Brandon C. Clark	211	Travel from Puerto Rico to Chicago following claims reconciliation meeting (Total travel time is 4.90 hours).	2.40	\$1,821.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0024 PROMESA TITLE III: COMMONWEALTH (PUERTO
RICO TIME/EXPENSES)

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Date	Timekeeper	Task	Description	Hours	Amount
09/12/18	Martin J. Bienenstock	211	Travel from New York to San Juan to attend omnibus hearing (Total travel time is 4.10 hours).	2.00	\$1,518.00
09/13/18	Martin J. Bienenstock	211	Travel from San Juan to New York following omnibus hearing (Total travel time is 6.10 hours).	3.00	\$2,277.00
09/26/18	Ehud Barak	211	Travel from New York to Puerto Rico for Board meeting (Total travel time is 6.80 hours).	3.40	\$2,580.60
09/26/18	Paul Possinger	211	Travel from Chicago to Puerto Rico to attend Board and Retiree Committee meeting (Total travel time is 6.50 hours).	3.20	\$2,428.80
09/27/18	Martin J. Bienenstock	211	Travel from New York to San Juan for meetings with Board, Retiree Committee (Total travel time is 4.10 hours).	2.00	\$1,518.00
09/27/18	Brian S. Rosen	211	Travel to San Juan from New York for Board meeting (Total travel time is 1.60 hours).	0.80	\$607.20
09/28/18	Brian S. Rosen	211	Travel to New York from San Juan following Board meeting (Total travel time is 2.30 hours).	1.60	\$1,214.40
09/28/18	Ehud Barak	211	Travel to New York from Puerto Rico following Board meeting (Total travel time is 7.30 hours).	3.60	\$2,732.40
09/28/18	Paul Possinger	211	Travel from Puerto Rico to Chicago (Total travel time is 6.60 hours).	3.20	\$2,428.80
09/28/18	Martin J. Bienenstock	211	Return travel from San Juan to New York after Board meeting (Total travel time is 6.10 hours).	3.00	\$2,277.00
Non-Working Travel Time				32.40	\$24,591.60

Labor, Pension Matters -- 213

Date	Timekeeper	Task	Description	Hours	Amount
09/05/18	Brian S. Rosen	213	Memorandum to A. Chepenik regarding Retiree Committee meeting.	0.10	\$75.90
09/26/18	Paul Possinger	213	Review presentations from Retiree Committee and from Ernst & Young regarding pension reform.	1.10	\$834.90
09/27/18	Brian S. Rosen	213	Review materials for Retiree Committee meeting (1.40); Meeting with N. Jaresko, et al. regarding preparation for Retiree Committee meeting (1.30); Meeting with Retiree Committee, et al., (2.10).	4.80	\$3,643.20
Labor, Pension Matters				6.00	\$4,554.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0024 PROMESA TITLE III: COMMONWEALTH (PUERTO
RICO TIME/EXPENSES)

Page 5

Plan of Adjustment and Disclosure Statement -- 215

Date	Timekeeper	Task	Description	Hours	Amount
09/27/18	Martin J. Bienenstock	215	Review presentation for meeting with Retirees Committee in connection with plan of adjustment issues (0.90); Meet with Retiree Committee regarding plan of adjustment treatment (2.00).	2.90	\$2,201.10
09/27/18	Paul Possinger	215	Discuss plan of adjustment issues with Ernst & Young in advance of Retiree Committee meeting (0.30); Prepare for same (1.20); Attend meeting (2.00); Follow-up discussion with Board members regarding same (0.30).	3.80	\$2,884.20
Plan of Adjustment and Disclosure Statement				6.70	\$5,085.30

Total for Professional Services **\$57,835.80**

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Invoice 170167931

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD
MEMBER

0024 PROMESA TITLE III: COMMONWEALTH (PUERTO
RICO TIME/EXPENSES)

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
BRIAN S. ROSEN	PARTNER	21.20	759.00	\$16,090.80
EHUD BARAK	PARTNER	11.70	759.00	\$8,880.30
MARTIN J. BIENENSTOCK	PARTNER	19.10	759.00	\$14,496.90
PAUL POSSINGER	PARTNER	16.00	759.00	\$12,144.00
Total for PARTNER		68.00		\$51,612.00
BRANDON C. CLARK	ASSOCIATE	8.20	759.00	\$6,223.80
Total for ASSOCIATE		8.20		\$6,223.80
	Total	76.20		\$57,835.80
	Total Amount for this Matter			\$57,835.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0940 COMMONWEALTH TITLE III - COOPERATIVAS

Page 1

PUERTO RICO

Summary of Time Billed by Task		Hours	Value
205	Communications with the Commonwealth and its Representatives	1.20	\$910.80
Total		1.20	\$910.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0940 COMMONWEALTH TITLE III - COOPERATIVAS

Page 2

PUERTO RICO

Communications with the Commonwealth and its Representatives -- 205

Date	Timekeeper	Task	Description	Hours	Amount
09/27/18	Ehud Barak	205	Review GDB's draft motion to dismiss brief.	1.20	\$910.80
Communications with the Commonwealth and its Representatives				1.20	\$910.80
Total for Professional Services					\$910.80

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Invoice 170167949

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0940 COMMONWEALTH TITLE III - COOPERATIVAS

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PUERTO RICO

Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
EHUD BARAK	PARTNER	1.20	759.00	\$910.80
Total for PARTNER		1.20		\$910.80
	Total	1.20		\$910.80
	Total Amount for this Matter			\$910.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0941 COMMONWEALTH TITLE III - MISCELLANEOUS

Page 1

PUERTO RICO

Summary of Time Billed by Task		Hours	Value
203	Hearings and other non-filed communications with the Court	2.90	\$2,201.10
205	Communications with the Commonwealth and its Representatives	0.80	\$607.20
206	Documents Filed on Behalf of the Board	5.90	\$4,478.10
207	Non-Board Court Filings	0.80	\$607.20
208	Stay Matters	9.80	\$7,438.20
210	Analysis and Strategy	0.50	\$379.50
Total		20.70	\$15,711.30

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0941 COMMONWEALTH TITLE III - MISCELLANEOUS
PUERTO RICO

Page 2

Hearings and other non-filed communications with the Court -- 203

Date	Timekeeper	Task	Description	Hours	Amount
09/13/18	Martin J. Bienenstock	203	UCC Enforce Stay: Participate in portion of omnibus hearing addressing opposition to UCC stay enforcement motion.	2.90	\$2,201.10
Hearings and other non-filed communications with the Court				2.90	\$2,201.10

Communications with the Commonwealth and its Representatives -- 205

Date	Timekeeper	Task	Description	Hours	Amount
09/27/18	Martin J. Bienenstock	205	UCC GDB Complaint: Conference call with O'Melveny regarding Oct. 3 hearing on UCC standing and motion to dismiss.	0.80	\$607.20
Communications with the Commonwealth and its Representatives				0.80	\$607.20

Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
09/27/18	Paul Possinger	206	UCC GDB Complaint: Review and revise response regarding UCC Committee standing to oppose GDB RSA.	1.20	\$910.80
09/27/18	Ehud Barak	206	UCC GDB Complaint: Review and revise reply in support of motion to dismiss.	3.20	\$2,428.80
09/28/18	Paul Possinger	206	UCC GDB Complaint: E-mails with M. Dale regarding reply brief in UCC adversary.	0.20	\$151.80
09/28/18	Brian S. Rosen	206	PBA: Revise draft PBA complaint.	1.30	\$986.70
Documents Filed on Behalf of the Board				5.90	\$4,478.10

Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
09/27/18	Martin J. Bienenstock	207	UCC GDB Complaint: Review O'Melveny brief addressing UCC standing.	0.80	\$607.20
Non-Board Court Filings				0.80	\$607.20

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Invoice 170167950

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0941 COMMONWEALTH TITLE III - MISCELLANEOUS

Page 3

PUERTO RICO

Stay Matters -- 208

Date	Timekeeper	Task	Description	Hours	Amount
09/12/18	Martin J. Bienenstock	208	UCC Enforce Stay: Review decisions cited by UCC in stay enforcement motion (5.30); Review arguments for hearing on UCC stay enforcement motion (2.30).	7.60	\$5,768.40
09/27/18	Ehud Barak	208	Lift Stay: Review and revise lift-stay pleadings for Demetrio Amador, Finca Matilde Purcell Soler (1.80); Discuss same internally (0.40).	2.20	\$1,669.80
Stay Matters				9.80	\$7,438.20

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
09/28/18	Paul Possinger	210	Lift Stay: Call with E. Barak and M. Zerjal regarding lift-stay matters (0.30); Review summary of eminent domain issue (0.20).	0.50	\$379.50
Analysis and Strategy				0.50	\$379.50

Total for Professional Services **\$15,711.30**

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Invoice 170167950

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD
MEMBER

0941 COMMONWEALTH TITLE III - MISCELLANEOUS
PUERTO RICO

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
BRIAN S. ROSEN	PARTNER	1.30	759.00	\$986.70
EHUD BARAK	PARTNER	5.40	759.00	\$4,098.60
MARTIN J. BIENENSTOCK	PARTNER	12.10	759.00	\$9,183.90
PAUL POSSINGER	PARTNER	1.90	759.00	\$1,442.10
Total for PARTNER		20.70		\$15,711.30
	Total	20.70		\$15,711.30
	Total Amount for this Matter			\$15,711.30